

# **EXHIBIT A**

1

2 UNITED STATES BANKRUPTCY COURT

3 SOUTHERN DISTRICT OF NEW YORK

4 Case No. 05-44481-rdd

5 - - - - -x

6 In the Matter of:

7

8 DPH HOLDINGS CORP., ET AL.,

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10 Debtors.

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14 U.S. Bankruptcy Court

15 300 Quarropas Street

16 White Plains, New York

17

18 June 21, 2011

19 10:10 AM

20

21 B E F O R E:

22 HON. ROBERT D. DRAIN

23 U.S. BANKRUPTCY JUDGE

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2 Hearing Re: Whether the Reorganized Debtors' Proposed Amended  
3 Complaints meet the Rule 8 pleading standard pursuant to  
4 Twombly and Iqbal and also comply with the Dismissal Order  
5 entered by this Court on September 7, 2010.

6

7 Hearing Re: Whether certain individual preferential transfers  
8 alleged in the Proposed Amended Complaints, but not alleged in  
9 the Original Complaints, should now be dismissed because they  
10 do not relate back to the dates the Original Complaints were  
11 filed.

12

13 Hearing Re: With respect to Defendants that raise a contract  
14 assumption defense at the hearing, whether the factual disputes  
15 between the Reorganized Debtors and those Defendants warrants  
16 further discovery and investigation.

17

18 Hearing Re the Fourth Extension Challenges.

19

20 Hearing Re: The procedures to be implemented to adjudicate the  
21 case-sensitive, nonpleading-based, factual issues that the  
22 Defendants originally raised in their Motions to Vacate and  
23 Dismiss, and then raised again in opposition to the Motions.  
24 Those issues include, by way of example and not limitation,  
25 issues related to notice and prejudice in connection with the

1 Rule 4(m) orders.

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25 Transcribed by: Dena Page

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DPH HOLDINGS CORP., ET AL.

1 THE COURT: This seems to be -- in balancing the  
2 prejudice issues it's much harder for the plaintiff here to  
3 argue that it would be prejudiced by my revoking the fourth  
4 order when it, in fact, knew that the motion wasn't served.

5 MR. SENDEK: With the Court's permission, as we are  
6 seeming to drift into the notice question, Mr. Klein is --

7 THE COURT: Okay.

8 MR. SENDEK: -- is more on top of that, than I am,  
9 which says -- again --

10 THE COURT: Well, let me ask --

11 MR. SENDEK: -- doesn't go to the fourth --

12 THE COURT: I -- you're right, the Detroit pleading  
13 that asserts the lack of notice is actually the objection to  
14 the motion to amend; that's the one that asserts the lack of  
15 notice. This motion doesn't, and I'm not sure there is one  
16 that specifically does. But the issues there -- I'm still  
17 confused as to whether the debtor is taking the position  
18 that -- as I said, if someone in fact asserts that they didn't  
19 get any notice --

20 MR. SENDEK: Well, I believe --

21 THE COURT: -- except maybe hearing about it somehow,  
22 in the -- you know, through the ether, which -- to me they  
23 would only have heard about the fact that others would be  
24 potentially sued because they didn't get notice of the motion,  
25 so they could assume they weren't affected by it. I'm just --

DPH HOLDINGS CORP., ET AL.

1 prepared to grant the motion to amend, the next issue is  
2 another gate keeping issue, which is the, whether you want to  
3 call it a Rule 60 issue or simply an amendment of a  
4 interlocutory order issue, and I think that all depends upon  
5 reconsideration of the October order, October 2009 order. And  
6 that does hinge on notice. And the parties need to focus on  
7 whether there really are any notice issues here.

8 As I said in July, there have been affidavits  
9 submitted by people, and I didn't require people to resubmit  
10 them. The debtor has them. I think it's really incumbent upon  
11 the debtor to answer those series of, what I will deem to be,  
12 motions to amend that order, either under Rule 60 or under my  
13 general power to reconsider my own interlocutory orders and/or  
14 the local rules. And there should be a date for the debtors to  
15 respond, I think, and fixture cut date on that, as to whether  
16 they actually dispute that people got notice.

17 MR. KLEIN: Your Honor, can I ask a clarifying  
18 question?

19 THE COURT: Sure.

20 MR. KLEIN: Are you ruling that formal service is the  
21 only relevant issue and that knowledge through any other source  
22 is not relevant to this question?

23 THE COURT: I'm not prepared to do that but the debtor  
24 needs to say something more than we think they had knowledge.

25 MR. KLEIN: Okay.

DPH HOLDINGS CORP., ET AL.

1 THE COURT: I mean, I think it has to -- I want to see  
2 what the debtor says on that before I rule on that.

3 MR. KLEIN: Okay. I mean I'll --

4 THE COURT: I mean, if it was -- I haven't ruled on  
5 this but I could see a spectrum which is we had public filings  
6 that referred to the disclosure statement and so you could be  
7 deemed to have read the public filings and therefore deemed to  
8 have read the disclosure statement to we have an affidavit of  
9 Mr. X from Delphi who specifically spoke to Mr. Y at Doshi  
10 about this issue. It's that level of spectrum.

11 MR. KLEIN: I'll make one further comment and then  
12 I'll sit down. A few minutes ago Your Honor made a reference  
13 to loading it through the ether, or words to that effect.  
14 Is --

15 THE COURT: Well, that's the equivalent of there being  
16 a 10-K on file, we're talking.

17 MR. KLEIN: Well, I just wanted to make a quick point,  
18 and many of us in this room are from Detroit and work in the  
19 auto industry and Delphi's bankruptcy wasn't something in the  
20 ether. There was acute focus and attention throughout the  
21 industry.

22 THE COURT: Well, but it's more than Delphi's  
23 bankruptcy. Just the fact that Delphi was in bankruptcy isn't  
24 going to be enough, obviously.

25 MR. KLEIN: No, I agree. My only point is this isn't

DPH HOLDINGS CORP., ET AL.

1 a situation that other than through some miraculous  
2 happenstance, no one could have --

3 THE COURT: I appreciate -- that's why I say there's a  
4 spectrum here.

5 MR. KLEIN: Okay. Thank you, Your Honor.

6 THE COURT: Okay.

7 MR. NAYAK: Your Honor, Mahesh Nayak again. I'm just  
8 wanting to get clarification. You mentioned some time frames  
9 that you would like to see this within --

10 THE COURT: Yes.

11 MR. NAYAK: -- and I also want to understand from Your  
12 Honor how you view this should happen, whether it should be  
13 part and parcel of the -- is this a predicate or a predecessor  
14 to the debtors' motion for leave to amend that they can  
15 affirmatively somehow establish that service was accomplished  
16 to Your Honor's satisfaction, that we would oppose that, there  
17 would be a hearing on it in advance of a motion for leave to  
18 amend? Because it seems like a motion for leave to amend, Your  
19 Honor --

20 THE COURT: That's a good question. I think it partly  
21 depend -- I'm not sure there's a difference as far as burden is  
22 concerned; if I treat this as step two of their leave to amend  
23 or if I treat this as everyone's request for me to take another  
24 look at the October order since ultimately the issue is -- I  
25 think there's -- in each case, there's a fairly modest burden

# **EXHIBIT B**

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEW YORK

Case No. 05-44481-rdd

- - - - -x

In the matter of:

DPH HOLDINGS CORP., et al.,

Reorganized Debtors.

- - - - -x

United States Bankruptcy Court

One Bowling Green

New York, New York

April 1, 2010

10:44 AM

B E F O R E:

HON. ROBERT D. DRAIN

U.S. BANKRUPTCY JUDGE

VERITEXT REPORTING COMPANY

212-267-6868

516-608-2400

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HEARING re Reorganized Debtors' Emergency Motion for Order  
Under Section 105(a) of the Bankruptcy Code, Fed. R. Bankr. P.  
7004(a) and 9006(b)(1) and Fed. R. Civ. P. 4(m) Extending  
Deadline to Serve Process for Certain Avoidance Actions

Transcribed by: Lisa Bar-Leib

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(TELEPHONICALLY)

1 one, that is, it underlies the basis for the amendment to the  
2 Rule 93, is in the debtors' favor here as I've said already.  
3 It does no good to dismiss these actions without prejudice,  
4 because the statute of limitations has run. Secondly, and this  
5 is the most important consideration, I believe, with regard to  
6 this motion, I believe that the proper focus is not on  
7 prejudice to the defendants from the date that the adversary  
8 proceedings were commenced back in 2007, but prejudice  
9 resulting from a further extension. I do not believe there is  
10 any prejudice resulting from a further extension that would  
11 outweigh or counterbalance the prejudice to the plaintiff of  
12 having the complaints dismissed. The defendants have been on  
13 notice of the adversary proceedings commenced against them at  
14 least since the date of this motion and will be acting  
15 accordingly.

16 Moreover, to the extent there is prejudice as a  
17 result of the Court's prior orders granting extensions, it  
18 would seem to me that that prejudice is outweighed by two  
19 factors. First, the orders were issued and the debtors, I  
20 believe, reasonably relied on them. And more important, my  
21 ruling with regard to prejudice here, I believe, has no  
22 collateral estoppel or res judicata effect with regard to any  
23 arguments that the defendants will make in the adversary  
24 proceedings with regard to any inability that they had before  
25 they knew of the complaints against them -- I'm sorry -- any

# **EXHIBIT C**

	Adversary Proc. No.	Delphi Counsel	Defendant(s) <sup>1</sup>	Date Complaint Filed	Days to Allege Particularized Prejudice (After November 5, 2009)
1	07-02259	Butzel	Blair Strip Steel Co	11/24/2009	19
2	07-02270	Butzel	BP; BP Amoco Corp.; BP Microsystems Inc.; BP Products North America Inc.; Castrol; Castrol Industrial and Unifax Corp.	3/5/2010	119
3	07-02282	Butzel	Calsonic Corp.; Calsonic N. America Inc. and Calsonic North America Inc.	3/5/2009	119
4	07-02217	Butzel	D & S Machine Products Inc	11/24/2009	19
5	07-02211	Butzel	Doshi Prettl International; Doshi Prettl INT. and Doshi Prettl International n/k/a Detroit Products International LLC	3/8/2010	122
6	07-02236	Butzel	DSSI and DSSI LLC	3/8/2010	122
7	07-02350	Butzel	FA Tech Corp.	11/24/2009	19
8	07-02302	Butzel	Florida Production Engineering Inc. and Florida Production Eng.	3/8/2010	122
9	07-02312	Butzel	Fluent Inc	11/24/2009	19
10	07-02333	Butzel	Globe Motors Inc	11/24/2009	19
11	07-02442	Butzel	Heraeus Metals Processing and Heraeus Metal Processing LTD.	3/8/2010	122
12	07-02445	Butzel	Heraeus Precious Metals	3/8/2010	122
13	07-02475	Butzel	HSS and HSS LLC	3/8/2010	122
14	07-02322	Butzel	Jamestown Container and Jamestown Container Corp.	1/11/2010	66
15	07-02758	Butzel	Magnesium Elektron Inc. and Magnesium Electron Inc.	3/8/2010	122
16	07-02416	Butzel	Merrill Tool & Machine	3/8/2010	122
17	07-02432	Butzel	Methode Electronics Inc.	3/9/2010	123
18	07-02489	Butzel	Mubea and Mubea Inc.	3/9/2010	123
19	07-02541	Togut	NGK; NGK Automotive Ceramics; NGK Automotive Ceramics USA, Inc. and NGK Spark Plug MFG. (USA) Inc.	3/18/2010	132
20	07-02540	Butzel	Owens Corning	3/15/2010	129
21	07-02563	Butzel	Park Ohio Industries and Park Ohio Industries Inc.	3/9/2010	123
22	07-02572	Butzel	PBR Columbia LLC	1/11/2010	66
23	07-02580	Butzel	Philips Semiconductor; Philips Semiconductors and Philips Semiconductors Inc.	3/10/2010	124
24	07-02690	Butzel	Pro Tech Machine	11/24/2009	19
25	07-02742	Butzel	Republic (Defendant 554A)	3/15/2010	129
26	07-02744	Butzel	Republic Engineered Products; Republic Eng. Products and Republic Engineered	3/10/2010	124
27	07-02750	Butzel	Rieck Group LLC	11/24/2009	18
28	07-02767	Butzel	Rotor Coaters International	11/24/2009	18
29	07-02639	Butzel	Spartech Polycorn	3/10/2010	124
30	07-02644	Butzel	Sprimag Inc.	11/23/2009	18
31	07-02654	Butzel	Stephenson & Sons Roofing	1/11/2010	66
32	07-02661	Butzel	Summit Polymers Inc.	3/10/2010	124
33	07-02668	Butzel	Tata America Intl Corp.	3/10/2010	124
34	07-02688	Butzel	Timken Super Precision	3/10/2010	124
35	07-02523	Butzel	UVA Machine Company	1/11/2010	66
36	07-02551	Butzel	Victory Packaging and Victory Packaging LP	3/10/2010	124
37	07-02597	Butzel	Wells Fargo Business and Wells Fargo Minnesota	3/10/2010	124
38	07-02606	Butzel	Williams Advanced Materials EF	11/23/2009	18